

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re

RESIDENTIAL CAPITAL, LLC, *et al.*,

Debtors.

Case No. 12-12020 (MG)

Chapter 11

Jointly Administered

**DECLARATION OF LaSHANN M. DeARCY IN SUPPORT OF
DEBTORS' DAUBERT MOTION TO EXCLUDE TESTIMONY OF
FGIC'S EXPERT CLIFFORD ROSSI**

I, LaSHANN M. DeARCY, declare:

1. I am a member of the Bar of the State of New York and admitted to practice before this Court. I am an attorney at the law firm Morrison & Foerster LLP, counsel for Residential Capital, LLC and its affiliated debtors and debtors-in-possession.

2. I submit this declaration in support of Debtors' *Daubert* Motion to Exclude the Testimony of FGIC's Expert Clifford Rossi, and to put before the Court documents referred to in the *Daubert* Motion.

3. Attached hereto as Exhibit 1 is a true and correct copy of the December 3, 2012 Expert Report of Clifford Rossi.

4. Attached hereto as Exhibit 2 is a true and correct copy of excerpts from the December 19, 2012 Deposition of Clifford Rossi.

5. Attached hereto as Exhibit 3 is a true and correct copy of the research study by *Corporate Board Member Magazine* and PricewaterhouseCooper titled *What Directors Think: Annual Board of Directors Survey*, produced on April 14, 2009.

6. Attached hereto as Exhibit 4 is a true and correct copy of the *Enhanced Prudential Standards and Early Remediation Requirements for Covered Companies*, as reported in the Federal Register, Vol. 77, No. 3, January 5, 2012.

7. Attached hereto as Exhibit 5 is a true and correct copy of the November 5, 2010 ResCap Board of Directors Meeting Minutes.

8. Attached hereto as Exhibit 6 is a true and correct copy of the January 27, 2011 ResCap Board of Directors Meeting Minutes.

I declare under penalty of perjury that, to the best of my knowledge, the foregoing is true and correct.

Executed on this 6th day of May, 2013 at New York, New York.

By: /s/ LaShann M. DeArcy
LaShann M. DeArcy

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